

## DISCLAIMERS





 business combination. Viewers of this presentation should each make their own evaluation of Canoo and of the relevance and adequacy of the information and should make such other investigations as they deem necessary.

## Forward Looking Statements















 should not be relied upon as representing HCAC's and Canoo's assessments as of any date subsequent to the date of this presentation. Accordingly, undue reliance should not be placed upon the forward-looking statements.

## Use of Projections and Description of Key Partnerships




 accordingly, neither of them expressed an opinion or provided any other form of assurance with respect thereto for the purpose of this presentation.

 presentation and, as a result, such descriptions of key business partnerships of Canoo, remain subject to change.

## DISCLAIMERS (CONT.)

## Financial Information; Non-GAAP Financial Measures










 standards.

## Additional Information About the Proposed Business Combination and Where To Find It






 Nicholas A. Petruska, Executive Vice President, Chief Financial Officer, 3485 North Pines Way, Suite 110, Wilson, Wyoming 83014 or by telephone at (307) 734-4849.
 OFFERING OR THE ACCURACY OR ADEQUACY OF THE INFORMATION CONTAINED HEREIN. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

## Participants in the Solicitation




 prospectus carefully when it becomes available before making any voting or investment decisions. You may obtain free copies of these documents from the sources indicated above.

## No Offer or Solicitation

 registration or qualification under the securities laws of any such jurisdiction.

## Trademarks

This presentation contains trademarks, service marks, trade names and copyrights of Canoo, HCAC and other companies, which are the property of their respective owners.





## PROPOSED TRANSACTION SUMMARY

## TRANSACTION OVERVIEW

- Hennessy Capital Acquisition Corp. IV announced a business combination with Canoo Holdings Ltd., a technology-driven company developing unique electric mobility solutions to transform urban transportation
- The transaction, inclusive of the over $\$ 300$ million PIPE financing, is expected to fully fund the equity financing requirements for the Canoo B2C Lifestyle Vehicle (LV) to start of production
- Pro forma enterprise value of $\sim \$ 1.84$ billion, implying a $0.79 x$ EV / 2025E revenue multiple
- Existing Canoo shareholders will own ~71.5\% of the pro forma equity ${ }^{1}$
- The transaction is expected to close in Q4 2020


## CAPITAL STRUCTURE

- The transaction will be funded by HCAC cash held in trust account, HCAC common stock and proceeds from the PIPE financing
- Transaction expected to result in $\sim \$ 607$ million of cash proceeds to Canoo to fund its commercial development and growth plans


## HENNESSY CAPITAL - A CATALYST FOR GROWTH

Strong alignment with Hennessy Capital's objectives for value creation and growth


HENNESSY
A Catalyst for growth
 conviction around the future of the sector and Canoo's growth opportunity in the landscape

## WHAT CANOO HAS ACHIEVED IN TWO YEARS

RAPID DEVELOPMENT

EFFICIENT CAPITAL DEPLOYMENT

## PROPRIETARY TECHNOLOGY <br> PLATFORM

IMMEDIATE REVENUES

## ASSET-LIGHT

 MANUFACTURING
## MARKET VALIDATION

PURPOSE-BUILT FINANCIAL PROFILE

Only 19 months to design, engineer and manufacture Beta vehicle - a process that typically takes 3 to 5 years
\$250 million investment to reach Beta vs. market standard typically measured in billions of dollars

Develops and owns proprietary technology, and therefore not dependent on external licensing

Phased, de-risked go to market strategy resulting in immediate revenues

## Asset-light business model with a leading contract manufacturing partner

Strong relationships with global leaders, including Hyundai, validate commercial progress, versatile applications for both consumer and B2B; positive consumer engagement

Subscription business model with potential to deliver highly attractive returns on equity enabled and enhanced by Canoo's technology platform and purpose-built Lifestyle Vehicle

Highly experienced team with deep automotive and technology background

## SUMMARY HIGHLIGHTS

1 PROPRIETARY, MODULAR SKATEBOARD

2 MULTI-FACETED GROWTH STRATEGY

3 UNIQUE SUBSCRIPTION MODEL

4
DE-RISKED MANUFACTURING STRATEGY

ATTRACTIVE ENTRY VALUATION


## CANOO'S WORLD-CLASS MANAGEMENT TEAM

## Established record of success designing, engineering and launching vehicles and technology products at scale



## Ulrich Kranz / In Charge*

- Former BMW executive
- 30+ years in BMW and MINI
- Creator and Head of BMW i Division


Richard Kim / In Charge of Design \& Brand

- Lead Exterior Designer of i3 production vehicle, i3 and i8 concepts, and i8 Spyder concept at BMW
- Design Manager of VW Audi Group
- Faculty, Art Center College of Design


Paul Balciunas / In Charge of Finance \& Corporate Development *

- 10+ years of electric vehicle financing
- Previously member of Deutsche Bank's

Global Automotive Investment Banking Group



## CANOO AT A GLANCE - DISRUPTIVE EV COMPANY

## Company Overview

- Offers modular, purpose-built EVs to solve the future of mobility
- Developed the flattest and lowest profile skateboard in the industry that enables a variety of vehicle configurations
- Dual-pronged B2C / B2B strategy targets large markets that are primed for explosive growth
- Partnership with hyபחDai to co-develop a future electric car platform
- Reached Beta in only 19 months
- Headquartered in Los Angeles, CA
- Launched in 2018


## \$250 million

Investment to Beta
Over $\$ 450$ million
Capital Raised to Date ${ }^{1}$
~250+
Miles per Charge
90K Sq. Ft. R\&D Center

Level 2.5
Autonomous Capability

## Proprietary EV Skateboard Technology



## Wide Range of Applicability



## Experienced Engineers and Management

Highly-experienced leadership from the auto and tech industry

[^0]19 MONTHS TO BETA
13 DRIVING PROTOTYPES

## CANOO'S COMPETITIVE MOATS



## DEMONSTRATED VIABILITY

Already designed, manufactured and tested a fleet of Beta vehicles, conducted over 50 crash tests and attracted blue chip customers

## DESIGNED FOR LOWEST COST IN INDUSTRY

Proprietary, robust skateboard architecture simplifies the BOM and manufacturing processes, translating to lower costs to our customers

## OUR PLATFORM IS HIGHLY MODULAR

Allows for rapid, efficient development of new product offerings

## WE HAVE OPTIMIZED FOR SPACE EFFICIENCY

4 Market leading interior space relative to vehicle footprint with the industry's first true steer-by-wire platform coming to market

## MANUFACTURABILITY IS BUILT INTO OUR DESIGNS

Purpose built for efficient manufacturing and superior economic returns

## THREE PHASES OF REVENUE STREAMS

Canoo has a multi-phased approach to generate revenue and grow operations


17

## CANOO'S FOUNDATION: THE SKATEBOARD



## CANOO SKATEBOARD TECHNOLOGY

Canoo has developed and produced a unique independently drivable rolling chassis

The first true steer-by-wire platform coming to market

- Composite leaf spring suspension
- Majority of crash test incorporated into skateboard design
- Battery modules incorporated directly into skateboard structure
- In-house designed ECUs and battery management system (BMS)

Flattest and lowest proffle skateboard in the industry enables minimized footprint, maximized interior volume and highly modular configurations, while cutting development costs

## FASTER, SMARTER, BETTER

Enables new vehicle development in as little as 18 to 24 months at a lower cost vs. competitors by leveraging modular core skateboard technology


## COLLABORATION WITH GLOBAL LEADING OEM

Partnership with Hyundai represents compelling customer traction - illustrating Canoo's technological leadership and reinforcing commercial confidence in its offerings


## Hyundai Motor Group \& Canoo to Co-Develop All-Electric Platform for Future Electric Vehicles

- The companies will jointly develop an all-electric platform based on Canoo's fully scalable, proprietary skateboard design for upcoming Hyundai and Kia EVs and PBVs
- Hyundai Motor Group expects the new platform using Canoo's skateboard architecture to allow for a simplified and standardized development process, lowering vehicle price
"We were highly impressed by the speed and efficiency in which Canoo developed their innovative EV architecture, making them the perfect engineering partner for us as we transition to become a frontrunner in the future mobility industry"

[^1]
## MOTORTREND

Future Hyundai, Kia EVs Will Use Canoo Electric Skateboard Platform
That automaker is Hyundai Motor Group, parent company of the Hyundai Kia, and Genesis brands. Canoo and Hyundai will jointly develop an

## ThechCrunch

Hyundai taps EV startup Canoo to develop electric vehicles
Hyundai Motor Group said it will jointly develop an electric vehicle platform with Los Angeles-based startup Canoo, the latest startup tapped by ..


## Forbes

Hyundai Adds Electric Vehicle 'Skateboard' Project With L.A. Startup Canoo To \$87 Billion Mobility Push Under the technical partnership, Canoo, which plans to start a subscription service for consumers to use its pod-like electric vans, will work with


## CANOO VEHICLE OFFERINGS

|  | B2C Lifestyle Vehicle (LV) | B2B Delivery Vehicle (DV) | B2C Sport Vehicle (SV) |
| :---: | :---: | :---: | :---: |
| Vehicle |  |  |  |
| Estimated Specifications | - 250+ mile range <br> - Charge time of $20 \%$ to up to $80 \%$ in 28 minutes <br> - 125 mph top speed <br> - 7 passenger seat capacity | - 200+ mile range <br> - Total cargo volume ranging from 6.2 to $11 \mathrm{~m}^{3}$ <br> - ~2,600 kg vehicle weight | - 300+ mile range <br> - 4 or 5 passenger seat capacity <br> - Smaller footprint than Tesla Model 3 with capacity for as much as twice the interior space <br> - Developed specifically for subscription model |
| Target Launch | - Q2 2022 | - 2023 | - 2025 |
| Description | - Available exclusively through subscription program that bundles vehicle and key services <br> - Targeting young professionals | Flat skateboard design allows for maximum volume efficiency relative to competitor vehicles <br> - Powertrain, battery, electrical and thermal systems are direct carryovers from Lifestyle Vehicle, ensuring reduced cost and time to market | - 2nd consumer vehicle introduced via subscription to complement LV in lineup <br> - Targets different demographic than LV to capture more conventional vehicle audience |
|  | All based on same proprietary Canoo skateboard platform |  |  |

## SIGNIFICANT OPPORTUNITY EXISTS

Canoo's dual-pronged B2C / B2B strategy targets large markets that are primed for explosive growth



## THE POST-SUV EVOLUTION

Consumers want space for passengers and cargo



## THE OPTION TO MAKE IT YOUR OWN

Canoo members will get the chance to "wrap" their vehicle in custom skins to personalize the experience and keep every vehicle looking and feeling fresh

## Exterior Wraps ${ }^{1}$

Numerous custom skins available to make your Canoo unique


* One color / one trim greatly simplifies fleet management and reduces supply chain and manufacturing costs and complexity
- Customization for each subscriber can enhance the customer experience, increase average time on lease, and decrease churn / increase fleet utilization
- Uniquely customizable exterior and interior makes vehicle feel purpose-built for each subscriber and feel "new" irrespective of actual vehicle age

[^2]
## BYOD

Bring your own device so you can keep using all the apps you love


Pegboards
Customize the Canoo sidewall with various options


## LIFESTYLE VEHICLE OVERVIEW

Flat design of the Canoo skateboard enables the highest volume utilization across all classes of competitor vehicles


Canoo Length: $4,421 \mathrm{~mm}$
Passenger Volume: 188.1 cu . ft.


Honda Odyssey Length: $5,161 \mathrm{~mm}$ Passenger Volume: 160.1 cu. ft.


Source: Publicly available specification sheets.

1. SAE J1 100 PV1 + PV2 + PV3; ft ${ }^{3}$
. SAE J1100 L103; millimeters
. SAE J1100 L101; millimeters
TOTAL PASSENGER
VOLUME ${ }^{1}$


## Level 2.5 autonomy for SOP in 2022

- Steer-by-wire

Brake-by-wire
Software integration module LiDAR ready
Upgradable Al control module Uniquely integrateable with $3^{\text {rd }}$ party next-gen autonomy

7 Cameras

- Radars

12 Ultrasonic sensors

## LIFESTYLE DEVELOPMENT PROGRAM TIMING

Canoo's rapid commercialization progress speaks to the quality and experience of its leadership team



## DELIVERY VEHICLE OVERVIEW

Attractive configurations built on base skateboard targeted to address growing last-mile delivery market


Note: Directional images.
Source: Publicly available specification sheets.
. SAE J1100 PV1 + PV2 + PV3; M ${ }^{3}$
. SAE J1100 L103; millimeters
SAE J1100 L101; millimeters



LENGTH ${ }^{2}$
WHEELBASE ${ }^{3}$



Cubic meters of cargo volume per meter of length


## DELIVERY VEHICLE DEVELOPMENT STRATEGY

## ESTIMATED 18 MONTHS FROM PROJECT START TO DELIVERY

Q1 2021 Project Start with Estimated Serial Production by Q4 2022 and Revenue by Q1 2023

## Aggressive timing plan enabled by:

1. Canoo being an established company
2. Employing a simple but forward-thinking top hat design
3. Utilization of significant portions of carry-over technology

## DEVELOPMENT STRATEGY

- Direct carryover content from core skateboard technology
- Includes powertrain, battery, electrical architecture, thermal system
- Only minor modification and repackaging required
- Chassis, crash structure strategy and body design will be modified to facilitate dimensional, performance and cost requirements
- Utilize experience from LV platform to accelerate commercialization timeline
- Top hat design utilizes simple and modern aesthetic to simplify engineering and manufacturing
- Reduced cost and time to market




## SPORT VEHICLE OVERVIEW

Smaller and shorter than Tesla Model 3, but with capacity for far greater interior space, enabled by Canoo's proprietary skateboard

- Expected to be available to customers in 2025
- Utilizes same core skateboard platform as the Lifestyle and Delivery Vehicles, reducing cost to develop and launch
- Applies proprietary technology to a traditional, sedan-like vehicle, enabling Canoo to penetrate a new, separate market segment




## CONTRACT ENGINEERING \& LICENSING OPPORTUNITIES

## Contract engineering partnerships validate Canoo's technology and generate revenue that reduces the Company's overall execution risk

| SELECT CUSTOMER TYPES |
| :--- |
| Technology <br> Companies |
|  |

## ACTIVITY OVERVIEW

- $\$ 120$ million of projected revenue in 2021E
- Pipeline of 7 projects
- Potential projects:
- Design
- New Vehicle Contract Engineering
- Skateboard Licensing ${ }^{1}$
- Vehicle Sales


## SELECT PROJECTS

## European Auto OEM - Delivery Vehicle Contract Engineering

- Last-mile electric vehicle delivery solutions to win contracts with logistics players


## Hyundai - New Vehicle Contract Engineering

Validated skateboard technologies over 12 months with multiple onsite visits

## AI / VR Start-up - Design

- Canoo recognized as vehicle platform for AR integration with potential for significant vehicle orders for partner

Tech Strategic - Contract Engineering \& Vehicle Sales

- Player in smart car and autonomous vehicle that has identified Canoo as a base platform to integrate systems



## NOT A CAR SWAPPING MODEL

```
Which requires high penetration rates and complex logistics
```

OR A RIDESHARING COMPANY

Which have challenging unit economics

## CANOO IS A SUBSCRIPTION

## Lease

Time commitment
Down payment
Customer pays maintenance
No insurance

One monthly payment, no commitment
-

Time commitment
No down payment
Access and assistance with insurance
Charging access at your fingertips

## $=$ Subscription

Simplest way to have a single vehicle all to yourself for as long as you want (minimum term of 1 month)

## GROWING DEMAND FOR SUBSCRIPTION MODELS

## Macro trends driving accelerated auto subscription demand



## SUBSCRIPTION MODEL

We believe subscription-based models are essential for success today and into the future

## BENEFITS OF A SUBSCRIPTION MODEL



## SUBSCRIPTION VS. LEASING

1. No upfront payment or breakage fees upon contract termination vs. sizeable down payment and lease costly opt-out fees
2. Minimum term of 1 month vs. fixed term of 2 to 3 years
3. No dealers and direct-to-consumer vs. picking up car at dealer network
4. Digital first experience (managed via Canoo app) vs. complex paperwork and physical process
5. Includes benefits within monthly payment price vs. a payment that only gets you a vehicle
6. Canoo keeps vehicle for entire lifecycle vs. sending to re-sale auction after lease ends

## HOW IT WORKS

Subscription is a direct-to-consumer, no commitment and transparent alternative to leasing / buying a vehicle

01
Apply
For Subscription

02
Receive Your Canoo

03
Drive
As If It's Yours

## 04

Enjoy
The Subscription
05
Return
When Ready

Download the Canoo app and apply to be a member

Once approved, go and pick up your Canoo at a nearby location in your city

Use the vehicle as if you owned or leased the vehicle (minimum term of 1 month)

Experience the peace of mind and flexibility of one monthly payment for all your vehicle needs: insurance, charging, registration and routine maint. all included

Drop off your Canoo at the closest location

## CANOO DELIVERS OUTSIZED VALUE AT COST EQUIVALENCE

Subscription model pricing versus a traditional lease

TRADITIONAL LEASE


CONSUMER SUBSCRIPTION

$\checkmark$ No Down Payment
$\checkmark$ No Term or Commitment
$\checkmark$ No Dealers
$\checkmark$ No DMV or Registration
$\checkmark$ No Out-of-Pocket Maintenance
$\checkmark$ Unified Experience Through App

## SUBSCRIPTION GO-TO-MARKET PARTNERSHIPS

Utilizing partnerships to focus on core competencies and reduce execution risk:

- Facilitates the city-by-city launch and operations of Canoo subscription model
- Focused on 13 key U.S. metropolitan areas, starting in Southern California
- Enables Canoo to be asset / infrastructure light
- Leverages lessons and experience of larger companies and auto subscription experts
- Keeps a larger portion of Canoo's costs as variable expenses, providing greater financial flexibility
- Provides greater clarity in cost projections
- Optimizes customer experience for subscribers

PARTNERSHIP CATEGORIES


## SUBSCRIPTION VS. SALE

A subscription model can generate an estimated $\sim 4 x$ margin on each vehicle compared to a direct sale

## ONE-TIME VEHICLE SALE

100
ONE-TIME SALE REVENUE

80 vehicle cost


20
DIRECT SALE MARGIN

## SUBSCRIPTION MODEL1

225
VEHICLE LIFETIME REVENUE

145
VEHICLE LIFETIME COST
80
SUBSCRIPTION MARGIN

## ILLUSTRATIVE SUBSCRIPTION UNIT ECONOMICS

Subscription generates consistent cash flow and strong ROE over vehicle life - model is less dependent on new vehicle sales, creating a considerably more profitable \& resilient model when compared with other OEMs



## MANUFACTURING RELATIONSHIP

Canoo has an asset-light model through a strategic relationship with a world-class contract manufacturer, which has allowed Canoo to reach Beta faster and with less capital deployed vs. EV competitors

BENEFITS OF CONTRACT MANUFACTURING

| MANUFACTURING PROCESS | CANOO | STANDARD EV MANUFACTURING |
| :---: | :---: | :---: |
| $>$ Reduces cash and capital requirements | $\checkmark$ | * |
| $>$ Plugs into up-and-running world-class manufacturing systems | $\checkmark$ | ( |
| > Ability to quickly scale volumes up or down based on demand | ( $\downarrow$ | ( |
| > Leverages existing manufacturing know-how and process | (V) | (x) |
| > Reduces overcapacity and production risk | $\checkmark$ | ( |

STRATEGIC RELATIONSHIP: CANOO VEHICLES DESIGNED FOR MANUFACTURABILITY AT HIGHEST QUALITY LEVELS



## World-Class Contract <br> Manufacturer

$\checkmark$ Assembly of skateboard, cabin and complete vehicle
$\checkmark$ Expenses for labor and overhead costs needed to manufacture the vehicle
$\checkmark$ Resource planning for plant labor and materials
$\checkmark$ Procurement of required parts and materials on contracting model

## MANUFACTURING PLAN

Vehicle production will be outsourced, reducing complexity and required CapEx and allowing Canoo to focus on core competencies and benefit from a leading contract manufacturer's expertise

## PRODUCTION FACILITY STRATEGY

- Body shop and full assembly

Attributes

- No paint shop needed
- Flexible production volumes
- SOP 2022

1. No painting - skateboard, upper body and closures are E-coated while exterior is constructed of colored thermoplastic
2. Separate build of skateboard and cabin bodies in parallel; body shop to consist of skateboard, cabin and closures lines

Process
3. Skateboard assembled from chassis and powertrain, including electrical wiring for the battery
4. General assembly line will marry skateboard structure to upper body top hat and install wiring, electronics, carpet, trim, IP, seats, exterior and other components
5. Final full vehicle testing before completion


- Canoo deliberately and thoughtfully engineered skateboard and top hat for efficient manufacturing at high volumes at the highest quality levels
- Proprietary parallel process cuts manufacturing time significantly and eliminates costly or problematic processes such as painting



## SUMMARY FINANCIAL PROJECTIONS

Model conservatively assumes rollout in 13 cities - significant upside in expansion both domestically and internationally

| (\$m, except vehicle units) | 2021E | 2022E | 2023E | 2024E | 2025E | 2026E |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Volumes |  |  |  |  |  |  |
| Lifestyle Consumer | - | 10,000 | 25,000 | 50,000 | 50,000 | 50,000 |
| Delivery B2B Vehicle | - | - | 5,000 | 10,000 | 20,000 | 50,000 |
| Sport Consumer | - | - | - | - | 25,000 | 50,000 |
| Total Volume | - | 10,000 | 30,000 | 60,000 | 95,000 | 150,000 |
| Cumulative Fleet Volume for Subscription ${ }^{1}$ | - | 10,000 | 35,000 | 85,000 | 160,000 | 260,000 |
| Revenue |  |  |  |  |  |  |
| Subscription | - | \$79 | \$265 | \$630 | \$1,191 | \$1,927 |
| Engineering \& B2B | \$120 | \$250 | \$575 | \$800 | \$1,150 | \$2,200 |
| Total Revenue | \$120 | \$329 | \$840 | \$1,430 | \$2,341 | \$4,127 |
| \% growth | 258\% | 174\% | 156\% | 70\% | 64\% | 76\% |
| Gross Profit |  |  |  |  |  |  |
| Subscription ${ }^{2}$ | - | \$30 | \$108 | \$256 | \$468 | \$730 |
| \% margin | NM | 38\% | 41\% | 41\% | 39\% | 38\% |
| Engineering \& B2B | \$25 | \$95 | \$89 | \$172 | \$239 | \$449 |
| \% margin | 21\% | 38\% | 15\% | 22\% | 21\% | 20\% |
| Total Gross Profit ${ }^{2}$ | \$25 | \$125 | \$197 | \$429 | \$707 | \$1,178 |
| \% margin | 21\% | 38\% | 23\% | 30\% | 30\% | 29\% |
| EBITDA ${ }^{2}$ | (\$349) | (\$245) | (\$69) | \$188 | \$522 | \$964 |
| \% margin | NM | NM | NM | 13\% | 22\% | 23\% |
| EBIT | (\$372) | (\$287) | (\$118) | \$127 | \$461 | \$903 |
| \% margin | NM | NM | NM | 9\% | 20\% | 22\% |
| Operating Capital Expenditures ${ }^{3}$ | \$128 | \$175 | \$56 | \$91 | \$16 | \$16 |
| \% of revenue | 107\% | 53\% | 7\% | 6\% | 1\% | 0\% |

[^3]
## TRANSACTION OVERVIEW

The transaction is expected to fully fund the equity financing requirements of the Canoo LV and the PIPE will be anchored by existing Canoo shareholders

| ESTIMATED SOURCES AND USES |  |
| :--- | ---: |
| Sources | $(\$ \mathrm{~m})$ |
| HCAC Trust Equity $^{1}$ | $\$ 309$ |
| PIPE $^{2}$ | 323 |
| Stock Consideration to Existing Canoo Shareholders $^{\text {Total Sources }}$ | $\mathbf{1 , 7 5 0}$ |
| Uses | $\mathbf{\$ 2 , 3 8 2}$ |
| Stock Consideration to Existing Canoo Shareholders | $\mathbf{( \$ m )}$ |
| Estimated Fees \& Expenses | $\$ 1,750$ |
| Cash to Canoo Balance Sheet ${ }^{3}$ | 25 |
| Total Uses | 607 |

## PRO FORMA CAPITALIZATION

| $(m)$ |  |  |
| :--- | ---: | ---: |
| Pro Forma Ownership | Shares | \% Ownership |
| Public Shareholders $^{1}$ | 37.5 | $15.3 \%$ |
| PIPE Investors $^{2}$ | 32.3 | $\mathbf{1 3 . 2 \%}$ |
| Existing Canoo Shareholders $^{\text {PFShares Outstanding }}$ | $\mathbf{1 7 5 . 0}$ | $\mathbf{7 1 . 5 \%}$ |

[^4]
## ATTRACTIVE TRANSACTION PRICING

## METHODOLOGY

- Apply a range of $2.00 \mathrm{x}-4.00 \mathrm{x}$ 1-year forward multiples, a discount to public comparables, to Canoo's 2025E revenue
- The resulting future enterprise value is discounted back by 4 years to arrive at an implied enterprise value
- The transaction value implies a $74 \%$ discount to the midpoint of the implied future enterprise value and $46 \%$ discount to the midpoint of the discounted enterprise value



## SUM-OF-THE-PARTS VALUATION

Canoo has a unique business model that shares aspects of both a subscription and high-growth EV companies

HIGH-GROWTH SUBSCRIPTION BUSINESS MODEL


HIGH-GROWTH EV OEM MODEL


[^5]1. Includes Lifestyle and Sport Vehicle subscription revenues.
2. Represents median 2 -year forward gross margin over the last 5 years for Netflix and Tesla and median over the next 5 years for Canoo.

| SOTP FORWARD MULTIPLEANALYSIS |  |  |  |
| :---: | :---: | :---: | :---: |
| (\$m) | 2025E <br> Revenue | 2-Yr Fwd. Med. Multiple | Implied 2023E Firm Value |
| Subscription Revenue ${ }^{1}$ | \$1,191 | $5.75 x$ | \$6,848 |
| Engineering \& B2B Vehicle Revenue | \$1,150 | 2.75 x | \$3,163 |
| Total | \$2,341 | 4.28x | \$10,011 |
| Discount Rate to 2020E Present Value | 15\% | 20\% | 25\% |
| Indicative Enterprise Value | \$6,582 | \$5,793 | \$5,125 |
| Post-money Enterprise Value - PIPE Entry | \$1,841 | \$1,841 | \$1,841 |
| Implied Upside Potential | 258\% | 215\% | 178\% |

## SOTP METHODOLOGY

- Incorporates Netflix as a proxy for high-growth subscription and Tesla as a proxy for high-growth EV to valuation framework
- Applies 5 -year median 2-year forward multiples to Canoo's 2025E Subscription ${ }^{1}$ and Engineering / B2B vehicle revenue
- Discounted back by 3 years to arrive at indicative enterprise value


## MEMO: MEDIAN GROSS MARGINS ${ }^{2}$

- Netflix: 39.6\%
- Tesla: 22.6\%
- Canoo Subscription: 39.3\%
- Canoo Engineering \& B2B: 20.8\%




## STRATEGIC INVESTMENT HIGHLIGHTS

Proprietary, Modular Skateboard

## Multi-Faceted Growth

## Unique

 Subscription Model
## De-Risked Manufacturing Strategy

## Attractive <br> Entry <br> Valuation

- Canoo's proprietary electric vehicle skateboard design effectively enables multiple EV configurations and provides for high degree of design optionality across commercial and consumer applications
- Skateboard licensing to automotive OEMs, EV startups and technology companies remains a viable, high margin revenue source lending upside to the current financial model ${ }^{1}$
- Canoo's development of its EV skateboard platform minimizes engineering investments and development costs and opens multiple revenue opportunities by catering to a broad spectrum of consumer and commercial customers
- Canoo capitalizes on dual-pronged go to market strategy (B2C + B2B) that significantly increases TAM / provides substantial growth opportunities, resulting in Engineering Services, Consumer Subscription and B2B segments projected to grow at projected CAGRs of $39 \%, 147 \%$ and $100 \%$, respectively, through $2025^{2}$
- Shifts in demographics and consumer preferences are supportive of new forms of transportation and business models
- The traditional experience of buying or leasing a car is burdensome to consumers and ripe for disruption
- Canoo's B2C subscription model delivers highly attractive return on equity and elongates the revenue generation horizon of a single vehicle to $\sim 12$ years with potential to achieve a higher margin
- Canoo has reduced the risk of its manufacturing strategy by working with a Tier 1 automotive contract manufacturer
- Not owning and operating its own manufacturing facilities allows Canoo to reduce CapEx to focus on technology investments, accelerate its ability to scale and provide greater visibility into margins
- Ability to manufacture to demand and quickly scale volumes up or down, which reduces overcapacity and production risk
- Upon completion of the business combination, Canoo will be a unique publicly traded EV asset differentiated by its numerous avenues to revenue generation and is expected to be the only EV player to integrate true steer-by-wire technology
- Long asset life and utilization, optimized direct costs and visible fleet dynamics translate to steady and recurring cash flows
- Canoo is much less dependent on new vehicle sales through its unique subscription model, which is projected to generate superior margins vs. direct sales, consistent cash flows and attractive ROE, and is estimated to deliver a premium trading multiple
. Projected CAGRs for Engineering Services, Consumer Subscription \& B2B are 2021E-2025E, 2022E-2025E and 2023E-2025E, respectively.


## CANOO SKATEBOARD DETAILS

## Proprietary, highly differentiated skateboard architecture is the core of all Canoo product offerings

| Suspension | Composite leaf spring suspension creates a completely flat <br> skateboard maximizing interior passenger space and modularity |
| :--- | :--- |
| Steering | Steer-by-wire eliminates need for mechanical steering column, <br> enabling full benefit of autonomous driving and maximizes interior <br> space while minimizing overall vehicle footprint |
| Battery Pack | Battery pack fastened directly to skateboard structure, reducing <br> weight and increasing usable space |
| Crash Testing | Majority of crash test incorporated into skateboard design, <br> significantly reducing testing time and expense of future individual <br> models |
| Architecture | Fully functional rolling chassis; powertrain and connectivity features <br> embedded; crash tested; multiple battery, motor and load capabilities |
| Power Systems | High-integrity power distribution enables autonomy; small number of <br> high-performance ECUs and zone based wiring harness for <br> maximum efficiency |


| COMPETITORS |  |
| :--- | :--- |
| Suspension | Traditional suspension intrudes into the passenger compartment, <br> inefficiently utilizing interior space |
| Steering | Mechanical steering column creates engineering constraints and <br> reduces flexibility for design |
| Battery Pack | Separate battery enclosure increases weight and requires additional <br> space to accommodate |
| Crash Testing | Little crash test validation embedded in skateboard, requiring <br> significant model-by-model testing |
| Architecture | Not a true rolling chassis, connectivity hardware not included |
| Power | Architecture does not provide redundancies for higher autonomy <br> levels; single-function ECUs add cost and reduces efficiency; heavy <br> and costly wiring harness |
| Systems | and |



## A TRUE MODULAR PLATFORM GARNERING INTEREST

Versatility of Canoo's skateboard allows for a wide range of potential products and use cases at minimal additional expense


## HYUNDAI PRESS RELEASE

Los Angeles / Seoul, Feb 11/12, 2020 - Hyundai Motor Group and Canoo announced today that Hyundai has engaged Canoo to jointly develop an electric vehicle (EV) platform based on Canoo's proprietary skateboard design for upcoming Hyundai and Kia models.

As part of the collaboration, Canoo will provide engineering services to help develop a fully scalable, all-electric platform to meet Hyundai and Kia specifications. Hyundai Motor Group expects the platform to help facilitate its commitment to delivering cost competitive electrified vehicles - ranging from small-sized EVs to Purpose Built Vehicles (PBV) - that meet diverse customer needs.
[Canoo] offers a skateboard platform which houses the most critical components of the vehicle with a strong emphasis on functional integration, meaning all components fulfill as many functions as possible. This feat of engineering reduces the skateboard size, weight and total number of parts, which ultimately provides more interior cabin space and a more costeffective EV offering. In addition, the Canoo skateboard is a self-contained unit that can be paired with any cabin design.


Hyundai Motor Group expects an adaptable all-electric platform using Canoo's scalable skateboard architecture to allow for a simplified and standardized development process for Hyundai and Kia electrified vehicles, which is expected to help reduce cost that can be passed along to consumers. Hyundai Motor Group also expects to reduce complexity of its EV assembly line, allowing for rapid response to changing market demands and customer preferences.

With this collaboration, Hyundai Motor Group doubles down on its recent commitment to invest $\$ 87$ billion USD over the next five years to foster future growth. As part of this drive, Hyundai plans to invest $\$ 52$ billion USD in future technologies through 2025, while Kia will invest $\$ 25$ billion USD in electrification and future mobility technologies, aiming for eco-friendly vehicles to comprise $25 \%$ of its total sales by 2025 .

## CANOO'S COMPARABLES



- Pure-play EV competitors
- CapEx heavy business model vs. Canoo's asset-light operation

- Alternative to traditional car ownership
- Digital-first access to consumers

- Disrupting longstanding business models
- Recurring revenue streams
- High-growth AutoTech players
- Valuations driven by long-term projections


## OPERATING BENCHMARKING



## VALUATION BENCHMARKING



[^6]
## CANOO VS. RECENT EV OPPORTUNITIES

Canoo's strategic and commercial development achievements compare favorably across the board

|  | I |  | I | $\left(\theta^{\circ k} \nabla^{j}\right)$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Employee Headcount | I | ~300 | I | $\sim 49$ | $\sim 70$ |
| Funding Prior to SPAC Transaction | I | ~\$480mm (\$130mm cash available) | I | $\sim$ \$15mm | $\sim \$ 15 \mathrm{~mm}$ |
| SPAC Transaction Value | I | ~\$1.8bn | 1 | ~\$1.9bn | ~\$1.0bn |
| Current Implied Enterprise Value | 1 | - | 1 | $\sim \$ 2.5 \mathrm{bn}{ }^{1}$ | $\sim \$ 1.5 \mathrm{bn}{ }^{1}$ |
| \# of Prototypes | 1 | 32 beta properties and 13 driving prototypes | I | 1 | 1 |
| Physical Crash Testing | I | Over 50 physical crash tests completed | I | $\mathbf{x}^{2}$ | $\mathbf{x}^{2}$ |
| Core Drive Platform / Skateboard | I | In-House designed and developed proprietary Canoo electric skateboard | I | $\mathbf{x}^{3}$ | Licensed Elaphe hub motor technology |
| Proprietary Mobility Tech | I | Patented skateboard architecture, drivetrain, battery systems, and suspension (among numerous others) | 1 1 I | $x$ | Battery Pack, and Body and Frame Design |
| Direct Vehicle Competition | 1 | No comparable market offerings | I | Highly Competitive (Model Y, XC40, E-Tron, EQC, among many others) | Highly Competitive (F-150, Badger, Cybertruck, R1T, Hummer, and many others) |
| B2B Offerings | I | $\checkmark$ Delivery Vehicle (3 configurations) <br> $\checkmark$ Contract engineering engagements <br> $\checkmark$ Skateboard licensing opportunities | ! | n/a | Endurance Pickup |
| B2C Offerings | I | Lifestyle Vehicle Sport Vehicle | 」 | Fisker Ocean Fisker EMotion | n/a |
| Source: Publicly available filings and investor present <br> 1. As of $8 / 14 / 2020$. <br> 2. Single prototype has been interpreted to mean <br> 3. Proxy statement discloses reliance on a third pa | OEM | crash tests have been completed on a production-intent platform to develop and produce a vehicle. Have stated th |  | ved goal of signing a cornerstone agreement with Volkswag | ions have been delayed. |


[^0]:    1. The amount raised does not include primary proceeds from HCAC cash held in trust and PIPE capital.
[^1]:    - Albert Biermann, Head of R\&D at Hyundai Motor Group

[^2]:    Wrapping available for extra fee

[^3]:    Note: Canoo estimates NOLs to fully offset taxable income through 2026E.
    Includes Lifestyle and Sport Consumer vehicles
    Includes vehicle depreciation in COGS.
    3. Excludes vehicle fleet capital expenditures.

[^4]:    Assumes no redemptions from HCAC's existing public shareholders and includes HCAC founders.
    2. Includes participation in the PIPE by Canoo and HCAC related parties.
    
    4. Assumes new shares are issued at a price of $\$ 10.00$. Excludes the impact of 24.4 million out-of-the-money HCAC warrants (strike price of $\$ 11.50$ or $15 \%$ out-of-the-money) which is reflective of the cancellation of certain of the sponsor warrants. Excludes potential earnout shares to the existing Canoo shareholders of three tranches of five million shares each earned at share price targets of $\$ 18.00, \$ 25.00$ and $\$ 30.00$.
    5. Excludes Canoo forgivable PPP loan.

[^5]:    Source: FactSet as of August 14, 2020.

[^6]:    Source: FactSet and CaplQ. Market data as of August 14, 2020.

